

MANGAL ELECTRICAL INDUSTRIES LIMITED

CIN: U31909RJ2008PLC026255

Regd. Office: C-61 (A), Road No. 1-C V. K. I. Area, Jaipur, Rajasthan, India, 302013

Email Id: compliance@mangals.com

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT AN EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF MANGAL ELECTRICAL INDUSTRIES LIMITED SHALL BE HELD ON SATURDAY, 07TH SEPTEMBER 2024 AT 11:00 A.M. ON A SHORTER NOTICE AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT C-61 (A), ROAD NO. 1-C, V.K.I. AREA, JAIPUR, RAJASTHAN, INDIA, 302013 TO TRANSACT THE FOLLOWING ITEM:

SPECIAL BUSINESSES:

ITEM NO: 01

INCREASE THE REMUNERATION LIMIT OF THE DIRECTORS OF THE COMPANY:

To consider and if thought fit to pass with or without modification(s), the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provision of Section 197, Section 198, read with Schedule V thereto and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) the consent of the members of the Company be and is hereby accorded to increase the overall limit of remuneration payable to Managing Director (if will appoint) beyond specified limits under Section 197 of Companies Act 2013 but upto 7% of Net Profit computed in the manner laid down in section 198 in respect of any financial year and overall limit of remuneration payable to Directors other than Managing Director beyond specified limits under Section 197 of Companies Act 2013 but upto 3% of Net Profit computed in the manner laid down in section 198 in respect of any financial year.

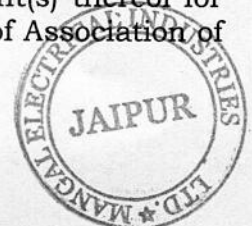
RESOLVED FURTHER THAT any Director of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

ITEM NO: 02

CHANGE IN DESIGNATION OF MR. RAHUL MANGAL FROM DIRECTOR TO CHAIRMAN & MANAGING DIRECTOR:

To consider and if thought fit to pass with or without modification(s), the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 & 203 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto, the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force, as amended, from time to time and Article of Association of



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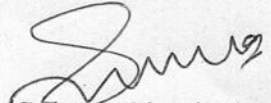
the Company, consent of the members of the Company be and is hereby accorded for change in designation of Mr. Rahul Mangal (DIN:01591411) presently Director of the Company as Chairman & Managing Director of the Company for a period of 5 Years with effect from 06.09.2024 at a remuneration of Rs.1,80,00,000/- p.a., not liable to retire by rotation, on such other terms & conditions as mutually agreed between the Board and Mr. Rahul Mangal.

RESOLVED FURTHER THAT the scope and quantum of remuneration specified herein above, may be enhanced, enlarged or varied by the Board of Directors subject to the maximum limit, if so, approved by the members of the company.

RESOLVED FURTHER THAT any Director of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

For Mangal Electrical Industries Limited




(Sumer Singh Punia)
Director
(DIN- 08393562)

Date: 06.09.2024
Place: Jaipur

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NOTES:

- 1.1 **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- 1.2 **A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. A PERSON CAN ACT AS PROXY FOR MAXIMUM 50 MEMBERS AND AGGREGATE HOLDING OF SUCH MEMBERS SHALL NOT BE MORE THAN 10% OF TOTAL SHARE CAPITAL OF THE COMPANY HAVING VOTING RIGHTS.**
2. **A statement pursuant to Section 102(1) of the Companies Act, 2013 relating to Special Business to be transacted in the Meeting is annexed hereto.**
3. **All documents referred to in the accompanying Notice and Explanatory Statement (including the Memorandum and Articles of Association) are open for inspection at the Registered Office of the Company on all working days between 11.00 a.m. and 3.00 p.m. up to the date of Extraordinary General Meeting.**
4. **Members/ Proxies should fill the Attendance slip/ sheet for attending the Meeting.**
5. **Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.**
6. **Members are requested to update the company their email ID, address and any other information, registered with the company, if any changes therein.**

Route Map showing directions to reach to the venue of the EGM is given as per the requirement of the Secretarial Standards-2 on "General Meeting."

For Mangal Electrical Industries Limited



(Sumer Singh Punia)

Director

(DIN- 08393562)

Date: 06.09.2024

Place: Jaipur

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Explanatory Statement under Section 102 of the Companies Act, 2013:

Item No. 1:

As per Section 197 of the Companies Act, 2013, total remuneration payable by the Company to its directors, including Managing Director and Whole-time Director in respect of any financial year may be given to maximum permissible limit as per the provisions laid down in Section 197 and 198 of the Companies Act, 2013. Provided that the same may be increase if so approved by the shareholders of the Company by way of Special Resolution.

The Board of Directors of the Company at their meetings held on 06th September, 2024, recommended to increase the overall limit of remuneration payable to Managing Director (if will appoint) beyond specified limits under Section 197 of Companies Act 2013 but upto 7% of Net Profit computed in the manner laid down in section 198 in respect of any financial year and overall limit of remuneration payable to Directors other than Managing Director beyond specified limits under Section 197 of Companies Act 2013 but upto 3% of Net Profit computed in the manner laid down in section 198 in respect of any financial year.

Accordingly, the Board recommends the resolution set out at item no. 1 for approval of members as Special resolution.

None of the Directors and Key Managerial Personnel are concerned or interested in the resolutions except to the extent of their remuneration.

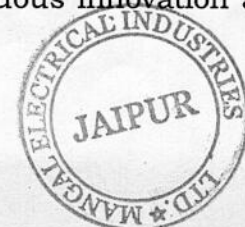
Item No. 2:

The Company has converted into the Public Limited Company vide MCA order dated 25.07.2024 and the Paid-up capital of the Company is Rs.20,50,00,000. So the provision of Section 203 of the Companies Act, 2013 has become applicable on the Company and the Company needs to appoint a Managing Director or Chief Executive Officer or manager and in their absence, a Whole-time Director.

The Board of Directors at their meeting held on 06.09.2024 has decided to change the designation of Mr. Rahul Mangal (DIN:01591411), who was originally appointed as Director since date of Incorporation i.e. 01.04.2008, as Chairman & Managing Director of the Company for a period of 5 Years with effect from 06.09.2024 at a remuneration of Rs.1,80,00,000/-p.a., which is subject to the approval of members of the Company.

Mr. Rahul Mangal aged 52 years, is graduate from Maharaja College, Jaipur, with a B.Sc. in Science. He is also one of the Promoter of the Company.

With over 35 years of rich experience in the power distribution, telecom, and technology sectors, Mr. Mangal has been a driving force behind MEIL's sustained growth and success. He has led the company through continuous innovation and expansion, solidifying its reputation in the industry.



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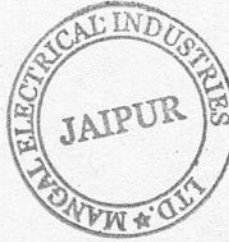
Accordingly, the Board recommends the resolution set out at item no. 2 for approval of members as Special resolution.

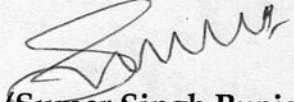
None of the Directors and Key Managerial Personnel are concerned or interested in the resolutions except Mr. Rahul Mangal, Mr. Ashish Mangal and Mr. Aniketa Mangal.

For Mangal Electrical Industries Limited

Date: 06/09/2024

Place: Jaipur




(Sumer Singh Punia)
Director
(DIN- 08393562)

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ATTENDANCE SLIP

Please fill attendance slip and hand it over at the entrance of the meeting hall.

I hereby record my presence at the Extraordinary General Meeting of Mangal Electrical Industries Limited held at C-61 (A), Road No. 1-C, V.K.I. Area, Jaipur-302013 Rajasthan, India on 07th September, 2024 at 11:00 A.M.

Member's/proxy's Name _____

Member's/proxy's Signature _____

No. of Shares: _____

Folio	No./DP	Id	No*/	Client	Id	Number*
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*Applicable for investors holding shares in electronic form.

(FOR INSTRUCTION SEE AS UNDER)

NOTICE

1. Shareholders/Proxy holders are requested to bring the admission slips with them when they come to the meeting and hand them over at the gate after affixing their signatures on them.

2. Shareholders are requested to advise indicating their account numbers, the change in their address, if any to the company.



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(FORM NO. MGT-11)

Proxy Form

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration Rules, 2014)

CIN: U31909RJ2008PLC026255

Name of Company: MANGAL ELECTRICAL INDUSTRIES LIMITED

Registered Office: C-61 (A), Road No. 1-C, V.K.I. Area, Jaipur-302013 Rajasthan, India

Name of the Member(s):

Registered Address:

E-mail Id:

Folio No./Client Id/DP ID:

I/We, being the member(s) ofshares of the above named company, hereby appoint

1. Name:

Address:

Email Id:

Signature:, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on Saturday, 07-09-2024 at C-61 (A), Road No. 1-C, V.K.I. Area, Jaipur-302013 Rajasthan, India at 11:00 am and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(s)	For	Against
SPECIAL BUSINESSES:			
2.	Increase the remuneration limit of the Directors of the company		
3.	Change in designation of Mr. Rahul Mangal from Director to Chairman & Managing Director		

Signed this day of 2024

Affix Revenue Stamp

Signature of shareholder

Signature of first proxy holder (s)

Note:

1. It is optional to indicate your preference. If you leave the "For" or "Against" column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.



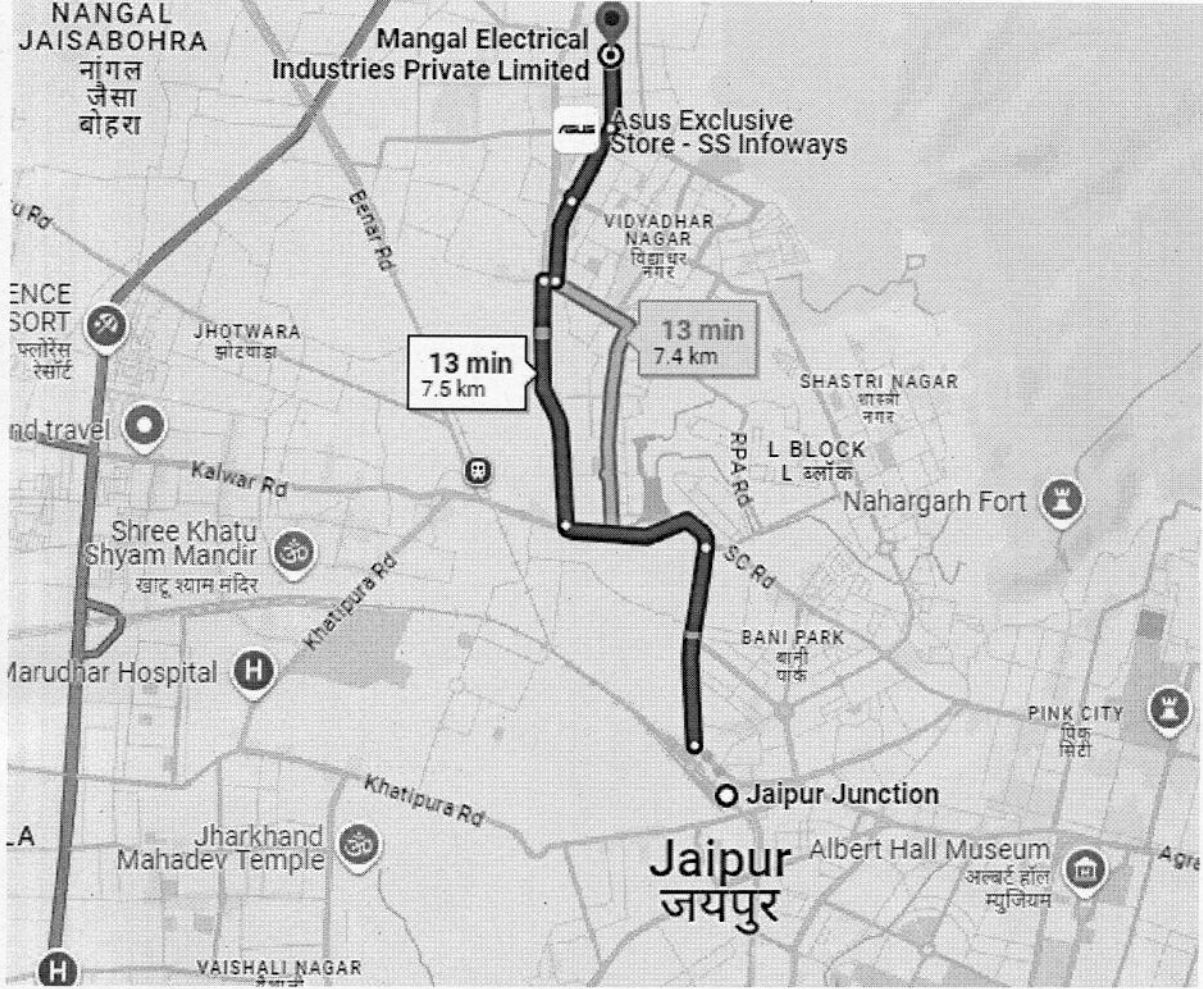
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Route Map to the Venue of Extraordinary General Meeting:

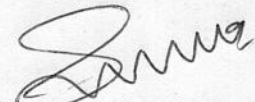


For Mangal Electrical Industries Limited

Date: 06/09/2024

Place: Jaipur




(Sumer Singh Punia)
Director
(DIN- 08393562)